



ENTERED
02/03/2017

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

In re:

VANGUARD NATURAL RESOURCES,
LLC, *et al.*,¹

Debtors.

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Chapter 11

Case No. 17-30560 (MI)

(Joint Administration Requested)

Re: Docket No. 12

**ORDER (I) AUTHORIZING DEBTORS TO FILE CONSOLIDATED LIST OF
CREDITORS AND CONSOLIDATED LIST OF 50 LARGEST UNSECURED
CREDITORS, (II) WAIVING REQUIREMENT TO FILE EQUITY LISTS AND
MODIFYING EQUITY HOLDER NOTICE REQUIREMENTS, AND (III) APPROVING
FORM AND MANNER OF NOTIFYING CREDITORS OF COMMENCEMENT
OF THESE CHAPTER 11 CASES AND OTHER INFORMATION**

Upon the *Debtors' Emergency Motion for Entry of an Order (I) Authorizing Debtors to File Consolidated List of Creditors and Consolidated List of 50 Largest Unsecured Creditors, (II) Waiving Requirement to File Equity Lists and Modifying Equity Holder Notice Requirements, and (III) Approving Form and Manner of Notifying Creditors of Commencement of These Chapter 11 Cases and Other Information* (the "Motion")² of the above-captioned debtors and debtors in possession (collectively, "Vanguard" or the "Debtors"), for entry of a final order (this "Order"), the United States Bankruptcy Court for the Southern District of Texas (the "Court") hereby orders that:

1. The Motion is GRANTED on a final basis as set forth herein.
2. Vanguard is authorized to file a single consolidated Creditor Matrix for all of these chapter 11 cases.

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are: Vanguard Natural Resources, LLC (1161); Eagle Rock Acquisition Partnership, L.P. (6706); Eagle Rock Acquisition Partnership II, L.P. (0903); Eagle Rock Energy Acquisition Co., Inc. (4564); Eagle Rock Energy Acquisition Co. II, Inc. (3364); Eagle Rock Upstream Development Company, Inc. (0113); Eagle Rock Upstream Development Company II, Inc. (7453); Encore Clear Fork Pipeline LLC (2032); Escambia Asset Co. LLC (3869); Escambia Operating Co. LLC (2000); Vanguard Natural Gas, LLC (1004); Vanguard Operating, LLC (9331); VNR Finance Corp. (1494); and VNR Holdings, LLC (6371). The location of the Debtors' service address is: 5847 San Felipe, Suite 3000, Houston, Texas 77057.

² Capitalized terms used but not otherwise defined have the meanings set forth in the Motion.

3. Vanguard is authorized to file a consolidated Top 50 List.

4. Subject to further order, the requirement set forth in Bankruptcy Rule 1007(a)(3) to file lists of equity holders for VNR is waived. Provided, if any party in interest (including without limitation any equity holder of VNR) seeks access to a list of equity holders, the Debtors must use their reasonable efforts to allow such party to obtain the list of equity holders.

5. The requirement set forth in Bankruptcy Rule 2002(d) to provide notice to equity holders of the commencement of these chapter 11 cases or an order for relief is waived; *provided, however*, that Vanguard shall seek separate relief for further waivers of any requirements to provide notice to equity holders.

6. Vanguard is authorized to serve the Notice of Commencement, substantially in the form attached to the Motion as **Exhibit B**, to all parties in interest in accordance with Bankruptcy Rule 2002. Service of the Notice of Commencement shall be deemed adequate and sufficient notice of: (a) the commencement of these chapter 11 cases; and (b) the scheduling of the meeting of creditors under section 341 of the Bankruptcy Code.

7. Notwithstanding any Bankruptcy Rule to the contrary, the terms and conditions of this Order are immediately effective and enforceable upon its entry.

8. Vanguard is authorized to take all actions necessary to effectuate the relief granted in this Order in accordance with the Motion.

9. This Court retains exclusive jurisdiction with respect to all matters arising from or related to the implementation, interpretation, and enforcement of this Order.

Dated: 2-2, 2017
Houston, Texas


UNITED STATES BANKRUPTCY JUDGE